

**Amendments to and Listing of the Claims:**

Please cancel claims 19, 21 and 23-29, and amend claims 20, 22 and 30-33, without prejudice to the filing of a continuation application as follows:

1.-13. (canceled)

14. (previously presented) A composite panel for use on a motor vehicle comprising,

a first panel having a planar center region and a first peripheral lip;

a second panel having a plurality of parallel corrugations and a second peripheral lip;

adhesive on the corrugations and lips for securing the panels together; and

a U-shaped channel engaging a portion of the peripheral lips.

15. (previously presented) The composite panel for use on a motor vehicle of Claim 14 wherein the first panel comprises thermoformed high density polyethylene.

16. (previously presented) The composite panel for use on a motor vehicle of Claim 14 wherein the second panel comprises fiber-reinforced plastic.

17. (previously presented) The composite panel for use on a motor vehicle of Claim 14 wherein the U-shaped channel comprises an elastomer.

18. (previously presented) The composite panel for use on a motor vehicle of Claim 14 wherein the composite panel is configured for use as a tonneau cover.

19. (canceled)

20. (currently amended) The composite panel of claim ~~19~~ 33, wherein the depending flange of the first panel and the depending flange of the second panel are secured along the first and second peripheral lips by adhesive.

21. (canceled)

22. (currently amended) The composite panel of claim ~~21~~ 33, wherein the raised elongate surfaces ~~on~~ of the corrugations are secured to the lower surface of the first panel by an adhesive.

23.-29. (canceled)

30. (currently amended) The motor vehicle panel of claim ~~29~~ 33, further comprising a U-shaped, elasomeric channel disposed around a portion of the depending flange of the first panel and the depending flange of the second panel.

31. (currently amended) The motor vehicle composite panel of claim 29 33, wherein the first panel comprises high density polyethylene.

32. (currently amended) The motor vehicle composite panel of claim 29 33, wherein the second panel comprises a fiber-reinforced plastic.

33. (currently amended) A The motor vehicle composite panel of claim 29, comprising  
a first panel comprising a thermoplastic having a planar center region, a lower surface  
and a depending flange extending about a periphery of the first panel;  
a second panel comprising a thermoplastic having a plurality of parallel corrugations  
having raised elongate surfaces and a depending flange extending about a periphery of the  
second panel, wherein the lower surface of the first panel is secured to the raised elongate  
surfaces of the corrugations of the second panel and the depending flange of the first panel is  
secured to the depending flange of the second panel, wherein the motor vehicle composite panel  
is a tonneau cover.